

**IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
RICHMOND DIVISION**

**FRED HANEY, MARSHA MERRILL,
SYLVIA RAUSCH, STEPHEN SWENSON,
and ALAN WOOTEN, Individually and on
Behalf of All Others Similarly Situated,**

Plaintiffs,

vs.

**GENWORTH LIFE INSURANCE
COMPANY and GENWORTH LIFE
INSURANCE COMPANY OF NEW
YORK,**

Defendants.

Civil Action No. 3:22-cv-00055-REP

CLASS ACTION

**JOINT STIPULATION OF
THIRD AMENDED CLASS ACTION SETTLEMENT AGREEMENT**

Upon the stipulation of the Parties, through their undersigned counsel, the Parties agree as follows:

WHEREAS, on April 1, 2022, the Parties entered into a Joint Stipulation of Class Action Settlement and Release that superseded and replaced the Memorandum of Understanding (the “April 1, 2022 Class Action Settlement Agreement”) (ECF No. 28-1);

WHEREAS, on April 1, 2022, Plaintiffs filed a Motion to Direct Notice of the Proposed Settlement to the Class (ECF Nos. 26–28), and on May 2, 2022, the Court issued an Order Granting Preliminary Approval of Settlement and Directing Notice to Class (ECF No. 31);

WHEREAS, on July 6, 2022, the Parties entered into an Amended Joint Stipulation of Class Action Settlement and Release (the “Amended Class Action Settlement Agreement”) (ECF Nos. 33, 33-1);

WHEREAS on July 7, 2022, the Court issued an Order Granting Preliminary Approval of the Amended Settlement Agreement (ECF No. 34);

WHEREAS, on August 1, 2022, the Claims Administrator sent the Class Notice to the Class (*see* ECF No. 28-5);

WHEREAS, on September 16, 2022, Plaintiffs filed a Motion for Final Approval of the Amended Settlement Agreement (ECF Nos. 33-1, 39–40);

WHEREAS, certain Class Members, including the Lang Objectors (ECF No. 51), objected to the Amended Class Action Settlement Agreement;

WHEREAS, on November 3, 2022, Plaintiffs filed a Reply Memorandum in Support of Plaintiffs’ Motion for Final Approval of Class Action Settlement (“Plaintiffs’ Reply Memorandum in Support of Final Approval”) (ECF No. 79);

WHEREAS, following extensive, arms-length negotiations, the Parties reached agreements with Objectors Jane and Jeff Belkin, William and Linda Dudley, Doug and Bonnie Ebstyne, David Friedman, James Perry, Michael Podoll, and Thomas Toman (the “Original Settling Objectors”) to withdraw their objections in exchange for certain modifications to the Amended Class Action Settlement Agreement, subject to approval by the Court;

WHEREAS, on November 17, 2022, the Court held a hearing on Plaintiffs’ Motion for Final Approval of the Settlement;

WHEREAS, on November 30, 2022, the Parties filed a Joint Motion to Approve Settlement with Objectors (ECF No. 105) and a Joint Stipulation of Settlement with Objectors (ECF No. 106-1);

WHEREAS, on December 1, 2022, the Parties filed a Second Amended Joint Stipulation of Class Action Settlement and Release (“Second Amended Class Action Settlement

Agreement”) (ECF No. 109-1) implementing certain modifications to the Special Election Options agreed to in the Joint Stipulation of Settlement with Objectors (ECF No. 106-1);

WHEREAS, on December 12, 2022, the Court overruled certain objections, including objections made by the Lang Objectors (ECF Nos. 122-123);

WHEREAS, on December 13, 2022, the Court held a continued Final Approval Hearing (the “Continued Final Approval Hearing”);

WHEREAS, on January 6, 2023, the Court amended the Opinion overruling certain objections, including objections made by the Lang Objectors (ECF No. 128);

WHEREAS, on January 11, 2023, the Court granted the Joint Motion to Approve Settlement with Objectors and ordered the terms of the Joint Stipulation of Settlement with Objectors incorporated into the Second Amended Class Action Settlement Agreement (ECF No. 130);

WHEREAS, following extensive, arms-length negotiations, the Parties reached an agreement with the Lang Objectors to withdraw their objections and waive any further review of them in exchange for an increase in the cash damages amount available to electing Class Members in Non-Forfeiture Status, subject to approval by the Court, and the Parties notified the Court of this agreement on January 25, 2023;

WHEREAS, the Parties are simultaneously entering into a Joint Stipulation of Settlement with the Lang Objectors and filing a Joint Motion to Approve Settlement with the Lang Objectors;

WHEREAS, the Court ordered that the Parties submit all motions related to the agreement with the Lang Objectors by January 30, 2023 (ECF No. 136);

WHEREAS, the Court set a hearing on the Joint Motion to Approve Settlement with the Lang Objectors for February 7, 2023 (ECF No. 136);

WHEREAS, counsel for Plaintiffs Fred Haney, Marsha Merrill, Sylvia Rausch, Stephen Swenson, and Alan Wooten (“Named Plaintiffs”) and counsel for Defendants Genworth Life Insurance Company and Genworth Life Insurance Company of New York (“Genworth”) hereby submit for Final Approval the attached Third Amended Joint Stipulation of Class Action Settlement and Release (the “Third Amended Class Action Settlement Agreement”).

THE PARTIES NOW HEREBY STIPULATE AS FOLLOWS:

1. The Third Amended Class Action Settlement Agreement, attached hereto as Exhibit A, should be finally approved by the Court.
2. If the Third Amended Class Action Settlement Agreement or the Joint Stipulation of Settlement with the Lang Objectors is not approved by the Court, the Third Amended Class Action Settlement Agreement shall be void.

[signatures on next page]

DATED: January 30, 2023

Respectfully submitted,

/s/ Jonathan M. Petty (with permission)

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DATED: January 30, 2023

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Counsel for Defendants

CERTIFICATE OF SERVICE

I certify that on the 30th day of January, 2023, I caused the foregoing to be electronically filed with the Clerk of the Court using the CM/ECF System, which will send a notification of such filing to all counsel of record.

/s/ Brian E. Pumphrey
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